

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

Digital Media Solutions, LLC,	:	
	:	Case No. 1:19-cv-145
Plaintiff,	:	
	:	Judge Dan Aaron Polster
v.	:	
	:	Magistrate Judge
South University of Ohio, LLC, et al.,	:	Thomas M. Parker
	:	
Defendants.	:	

**AGREED ORDER SURRENDERING LEASED PREMISES TO ITS LANDLORD, 2323
ELLIOTT AVENUE, LLC, RELIEVING INJUNCTION AND STAY AS AGAINST 2323
ELLIOTT AVENUE, LLC AS TO THOSE LEASED PREMISES AND THE LEASE,
AND GRANTING RELATED RELIEF**

This matter comes before the Court on the *Motion of 2323 Elliott Avenue, LLC for (I) Limited Relief from Stay Provisions of Order Appointing Receiver and (II) for an Order Directing the Receiver to Pay Rent* (Doc. 164) (the “Motion”) filed on March 14, 2019 by 2323 Elliott Avenue, LLC (“Elliott”). Mark E. Dottore, the receiver appointed in this case (the “Receiver”) under the *Order Appointing Receiver* dated January 8, 2019 (Doc. 8 as amended by Doc. 14) (the “Receiver Order”), and Elliott, have reached an agreement to resolve the Motion. On March 11, 2019, at the hearing on this Court’s *Order to Show Cause* (Doc. 111), counsel for the Receiver informed the Court that the Art Institute of Seattle campus was closed. The Receiver has determined that it is in the best interest of the receivership estate to take the following action and the Receiver and Elliott agree as follows:

Elliott, as landlord, and The Art Institute of Seattle, Inc. (“AI Seattle, Inc.”), as tenant, are parties to a Lease dated October 24, 2012 (the “Lease”) of certain property located at 2323 Elliott Avenue, Seattle, King County, Washington (the “Property”). A true and accurate copy of the Lease was attached to the Motion as an exhibit. AI Seattle, Inc., assigned the Lease to The Art

Institute of Seattle, LLC (“AI Seattle, LLC”). AI Seattle, LLC is subject to this receivership under the Receivership Order. On January 2, 2019, Elliott filed a *Complaint for Unlawful Detainer* (the “Eviction Complaint”) in the Superior Court of Washington for King County (the “Eviction Action”). The Eviction Action is stayed by the terms of the Receivership Order.

At the March 11, 2019 hearing, counsel for the Receiver stated that The Art Institute of Seattle has closed and that AI Seattle, LLC would not continue operations at the Property.

In view of the above facts, the Receiver (on behalf of AI Seattle, LLC) and Elliott have agreed to the relief set forth below, so that Elliott may retake possession of the Property and better protect its rights and interests. Accordingly, it is hereby

ORDERED that:

1. Effective at 5:00 p.m. (Pacific Standard Time) on March 18, 2019,
 - a. The Property shall be deemed surrendered voluntarily by AI Seattle, LLC, as tenant under the Lease, to Elliott, as landlord. The Receiver or the Receiver’s designees, including the President of AI Seattle, LLC, shall deliver one or more keys to the Property to Elliott;
 - b. All injunctive provisions and stays contained in the Receiver Order (including, without limitation, paragraphs 9, 10, 14, and, to the extent applicable, 20), including as it has been or hereafter may be amended, are hereby relieved and terminated as against Elliott with respect to the Lease and the Property, such that Elliott may exercise and enforce any and all rights and remedies relating to the Lease as are provided or permitted under the Lease and applicable law, all the same as if the Receiver Order had never been entered;
2. Elliott shall reasonably cooperate with the Receiver (on behalf of AI Seattle, LLC), and, as appropriate, AI Seattle, LLC, regarding the orderly disposition of any removable personal property or any student records that remain at the Property after the voluntary surrender in paragraph (1)(a) of this Order becomes effective;
3. Elliott’s Motion (Doc. 164) is hereby withdrawn; and

4. This Court retains jurisdiction to enforce the terms and provisions of this Order.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED there is no just cause for delay.



A handwritten signature in black ink, appearing to read "Thomas M. Parker".

Thomas M. Parker, United States Magistrate Judge

Electronically Signed at Cleveland, Ohio

10:20 AM, Mar 15, 2019

Agreed and Submitted by:

/s/ Myron N. Terlecky

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the Receiver for (among other entities)

The Art Institute of Seattle, LLC